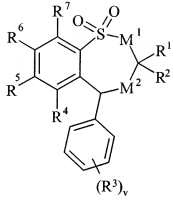
LISTING OF THE CLAIMS

1. (Currently Amended) A compound of formula **(I)**:



(I)

wherein

$\mathbf{M^1}$ is $-CH_2-$;

$\mathbf{M^2}$ is $-NR^{24}-$;

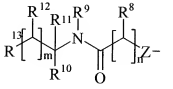
one of $\mathbf{R^1}$ and $\mathbf{R^2}$ is selected from hydrogen or C_{1-6}alkyl and the other is selected from C_{1-6}alkyl;

~~$\mathbf{R^3}$ is selected from halo, nitro, cyano, hydroxy, amino, carboxy, carbamoyl, mercapto, sulphamoyl, C_{1-6}alkyl, C_{2-6}alkenyl, C_{2-6}alkynyl, C_{1-6}alkoxy, C_{1-6}alkanoyl, C_{1-6}alkanoyloxy, *N*-(C_{1-6}alkyl)amino, *N,N*-(C_{1-6}alkyl)$_2$amino, C_{1-6}alkanoylamino, *N*-(C_{1-6}alkyl)carbamoyl, *N,N*-(C_{1-6}alkyl)$_2$carbamoyl, C_{1-6}alkylS(O)$_a$ wherein a is 0 to 2, C_{1-6}alkoxycarbonyl, *N*-(C_{1-6}alkyl)sulphamoyl and *N,N*-(C_{1-6}alkyl)$_2$sulphamoyl;~~

v is 0 [[–5]];

$\mathbf{R^4}$ and $\mathbf{R^7}$ are hydrogen;

one of $\mathbf{R^5}$ and $\mathbf{R^6}$ is a group of formula **(IA)**:



(IA)

~~$\mathbf{R^4}$ and $\mathbf{R^7}$ are hydrogen;~~

the other of R^5 and **R^6** is hydrogen or methylthio;

Z is –O–;

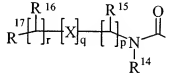
R^8 is hydrogen;

R^9 is hydrogen;

R^{10} is selected from cyclohexyl, and phenyl optionally substituted ~~on carbon~~ by one or more substituents ~~selected from~~ R^{28};

R^{11} is ~~selected from~~ hydrogen~~, C_{1-4}alkyl, carbocyclyl or heterocyclyl optionally substituted on carbon by one or more substituents selected from R^{28}; and wherein if said heterocyclyl contains an -NH- moiety, that nitrogen may be optionally substituted by one or more R^{29}~~;

R^{13} is a group of formula **(IB)**:



(IB)

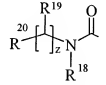
wherein:

R^{14} is hydrogen;

R^{15} is hydrogen;

R^{16} is hydroxy;

R^{17} is ethyl~~, wherein R^{17} is~~ substituted on each carbon ~~of the ethyl group~~ by one ~~substituent selected from~~ R^{47}, wherein R^{47} is hydroxyl, or **R^{17}** is a group of formula **(IC)**;



(IC)

wherein:

R^{18} is hydrogen;

R^{19} is hydrogen;

R^{20} is C_{1-10}alkyl; wherein R^{20} may be independently optionally substituted on carbon by one or more R^{57}; wherein R^{57} is selected from halo or hydroxyl;

p is 1;

q is 0;

r is 3;

m is 0; ~~wherein the values of R^{12} may be the same or different;~~

n is 1;

z is 0-3; ~~wherein the values of R^{19} may be the same or different;~~

~~R^{21} is selected from hydrogen or C_{1-6}alkyl;~~

~~R^{22} and R^{23} are independently selected from hydrogen, hydroxy, amino, mercapto, C_{1-6}alkyl, C_{1-6}alkoxy, *N*-(C_{1-6}alkyl)amino, *N,N*-(C_{1-6}alkyl)$_2$amino, C_{1-6}alkylS(O)$_a$ wherein a is 0 to 2;~~

R^{24} is hydrogen; and

~~R^{25} is selected from halo, nitro, cyano, hydroxy, amino, carboxy, carbamoyl, mercapto, sulphamoyl, C_{1-4}alkyl, C_{2-4}alkenyl, C_{2-4}alkynyl, C_{1-4}alkoxy, C_{1-4}alkanoyl, C_{1-4}alkanoyloxy, *N*-(C_{1-4}alkyl)amino, *N,N*-(C_{1-4}alkyl)$_2$amino, C_{1-4}alkanoylamino, *N*-(C_{1-4}alkyl)carbamoyl, *N,N*-(C_{1-4}alkyl)$_2$carbamoyl, C_{1-4}alkylS(O)$_a$ wherein a is 0 to 2, C_{1-4}alkoxycarbonyl, *N*-(C_{1-4}alkyl)sulphamoyl and *N,N*-(C_{1-4}alkyl)$_2$sulphamoyl; wherein R^{25}, may be independently optionally substituted on carbon by one or more R^{67};~~

each ~~R^{26}, R^{28}, R^{30}, R^{36}, R^{41}, R^{47}, R^{51} and R^{52} are independently~~ is selected from halo, ~~nitro, cyano,~~ hydroxy, ~~amino, carbamoyl, mercapto, sulphamoyl, hydroxyaminocarbonyl, C_{1-10}alkyl, C_{2-10}alkenyl, C_{2-10}alkynyl,~~ and C_{1-10}alkoxy, ~~C_{1-10}alkanoyl, C_{1-10}alkanoyloxy, C_{1-10}alkoxycarbonyl, *N*-(C_{1-10}alkyl)amino, *N,N*-(C_{1-10}alkyl)$_2$amino, *N,N,N*-(C_{1-10}alkyl)$_3$ammonio, C_{1-10}alkanoylamino, *N*-(C_{1-10}alkyl)carbamoyl, *N,N*-(C_{1-10}alkyl)$_2$carbamoyl, C_{1-10}alkylS(O)$_a$ wherein a is 0 to 2, *N*-(C_{1-10}alkyl)sulphamoyl, *N,N*-(C_{1-10}alkyl)$_2$sulphamoyl, *N*-(C_{1-10}alkyl)sulphamoylamino, *N,N*-(C_{1-10}alkyl)$_2$sulphamoylamino, C_{1-10}alkoxycarbonylamino, carbocyclyl, carbocyclylC_{1-10}alkyl, heterocyclic group, heterocyclylC_{1-10}alkyl, carbocyclyl-(C_{1-10}alkylene)$_e$-R^{59}-(C_{1-10}alkylene)$_f$- or heterocyclyl-(C_{1-10}alkylene)$_g$-R^{60}-(C_{1-10}alkylene)$_h$-~~; wherein R^{26}, R^{28}, R^{30}, R^{36}, R^{41}, R^{47}, R^{51} and R^{57} may be independently optionally substituted on carbon by one or more R^{63}; and~~

~~wherein if said heterocyclyl contains an –NH– group, that nitrogen may be optionally substituted by a group selected from R^{64};~~

~~R^{27}, R^{29}, R^{31}, R^{37}, R^{42}, R^{48}, R^{52}, R^{58} and R^{64} are independently is selected from C_{1-6}alkyl, C_{1-6}alkanoyl, C_{1-6}alkylsulphonyl, sulphamoyl, *N*-(C_{1-6}alkyl)sulphamoyl, *N*,*N*-(C_{1-6}alkyl)$_2$sulphamoyl, C_{1-6}alkoxycarbonyl, carbamoyl, *N*-(C_{1-6}alkyl)carbamoyl, *N*,*N*-(C_{1-6}alkyl)$_2$carbamoyl, benzyl, phenethyl, benzoyl, phenylsulphonyl and phenyl;~~

~~R^{32}, R^{33}, R^{43}, R^{44}, R^{53}, R^{54}, R^{59} and R^{60} are independently selected from –O–, NR^{65}–, –S(O)$_x$–, $NR^{65}C(O)NR^{66}$–, $NR^{65}C(S)NR^{66}$–, –OC(O)N=C–, $NR^{65}C(O)$– or –C(O)NR^{65}–; wherein R^{65} and R^{66} are independently selected from hydrogen or C_{1-6}alkyl, and x is 0-2;~~

~~R^{63} and R^{67} are independently selected from halo, hydroxy, cyano, carbamoyl, ureido, amino, nitro, carbamoyl, mercapto, sulphamoyl, trifluoromethyl, trifluoromethoxy, methyl, ethyl, methoxy, ethoxy, vinyl, allyl, ethynyl, methoxycarbonyl, formyl, acetyl, formamido, acetylamino, acetoxy, methylamino, dimethylamino, *N*-methylcarbamoyl, *N*,*N*-dimethylcarbamoyl, methylthio, methylsulphinyl, mesyl, *N*-methylsulphamoyl and *N*,*N*-dimethylsulphamoyl; and~~

~~e, f, g and h are independently selected from 0-2;~~

or a pharmaceutically acceptable salt or an *in vivo* hydrolysable ester or amide thereof.

2. – 3. (Cancelled)

4. (Cancelled)

5. (Cancelled)

6. (Currently Amended) A compound ~~of formula (I)~~ according to claim 1 wherein one of R^1 and R^2 is C_{1-4}alkyl~~; or a pharmaceutically acceptable salt or an *in vivo* hydrolysable ester or amide thereof~~.

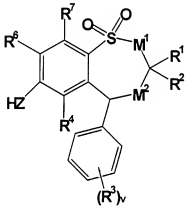
7. (Cancelled)

8. – 11. (Cancelled)

12. (Currently amended) A compound [[of]] having formula ~~(I) according to claim 1 selected from~~: (+/-)-trans-1,1-dioxo-3-ethyl-3-butyl-5-phenyl-7-methylthio-8-(*N*-{(R)-α-[*N*'-(2-(S)-3-(R)-4-(R)-5-(R)-2,3,4,5,6-pentahydroxyhexyl)carbamoyl]benzyl}carbamoylmethoxy)-2,3,4,5-tetrahydro-1,4-benzothiazepine[[;]]$_n$ or a pharmaceutically acceptable salt or an *in vivo* hydrolysable ester or amide thereof.

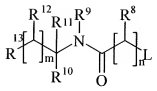
13. (Withdrawn – previously presented) A process for preparing a compound of formula **(I)** or a pharmaceutically acceptable salt or an *in vivo* hydrolysable ester or amide thereof, as claimed in claim 1, which process comprises of:

Process 1): for compounds of formula **(I)**; reacting a compound of formula **(IIa)**:



(IIa)

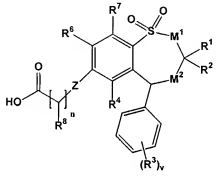
with a compound of formula **(III)**:



(III)

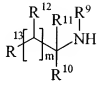
wherein L is a displaceable group;

Process 2): reacting an acid of formula **(IVa)**:



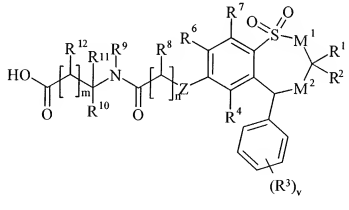
(IVa)

with an amine of formula **(V)**:



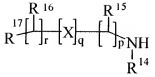
(V);

Process 3): for compounds of formula **(I)** wherein R^{13} is a group of formula **(IB)**; reacting an acid of formula **(VIa)**:



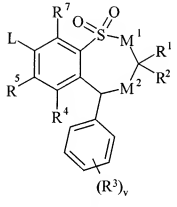
(VIa)

with an amine of formula (VI):



(VI); or

Process 4) for compounds of formula **(I)** wherein R^6 is methylthio ; reacting a compound of formula **(Xb)**:



(Xb)

wherein L is a displaceable group; with a thiol of formula **(XI)**:

R^m-H

(XI)

wherein R^m is methylthio;

and optionally:

i) converting a compound of the formula **(I)** into another compound of the formula **(I)**;

ii) removing any protecting groups;

iii) forming a pharmaceutically acceptable salt or a prodrug.

14. – 17. (Cancelled)

18. (Previously Presented) A pharmaceutical composition which comprises a compound of formula **(I)**, or a pharmaceutically acceptable salt or an *in vivo* hydrolysable ester or amide prodrug thereof, as claimed in claim 1 in association with a pharmaceutically-acceptable diluent or carrier.

19. – 25. (Cancelled)